

<b>AWARD/CONTRACT</b>		1. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700)		RATING		PAGE OF PAGES 1   94	
2. CONTRACT (Proc. Inst. Ident.) NO. <b>N66001-16-D-0445</b>		3. EFFECTIVE DATE <b>19 Sep 2016</b>		4. REQUISITION/PURCHASE REQUEST/PROJECT NO. 1300491450			
5. ISSUED BY SPAWAR SYSTEMS CENTER PACIFIC BRYAN MANSFIELD, CODE 22560 BRYAN.MANSFIELD@NAVY.MIL 53560 HULL STREET SAN DIEGO CA 92152-5001		CODE <b>N66001</b>		6. ADMINISTERED BY (If other than Item 5) DCMA SPECIAL PROGRAMS EAST AIRPORT SQUARE IV, 939 ELKRIDGE LANDING ROAD, LINTHICUM HEIGHTS MD 21090		CODE <b>S2405A</b>  <b>SCD: C</b>	
7. NAME AND ADDRESS OF CONTRACTOR (No., street, city, county, state and zip code) VENCORE, INC. 15050 CONFERENCE CTR DR CHANTILLY VA 20151-3857				8. DELIVERY [ ] FOB ORIGIN [X] OTHER (See below)			
				9. DISCOUNT FOR PROMPT PAYMENT			
				10. SUBMIT INVOICES <b>1</b> (4 copies unless otherwise specified) TO THE ADDRESS SHOWN IN:		ITEM  <b>Section G</b>	
CODE <b>6KTD1</b>		FACILITY CODE					
11. SHIP TO/MARK FOR  <b>See Schedule</b>		CODE		12. PAYMENT WILL BE MADE BY DFAS COLUMBUS CENTER DFAS-CO/SOUTH ENTITLEMENT OPERATIONS P.O. BOX 182264 COLUMBUS OH 43218-2264		CODE <b>HQ0338</b>	
13. AUTHORITY FOR USING OTHER THAN FULL AND OPEN COMPETITION: [ ] 10 U.S.C. 2304(c)( ) [ ] 41 U.S.C. 253(c)( )				14. ACCOUNTING AND APPROPRIATION DATA			
15A. ITEM NO.	15B. SUPPLIES/ SERVICES		15C. QUANTITY	15D. UNIT	15E. UNIT PRICE	15F. AMOUNT	
<b>SEE SCHEDULE</b>							
<b>15G. TOTAL AMOUNT OF CONTRACT \$80,114,995.00</b>							
<b>16. TABLE OF CONTENTS</b>							
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CONTRACTING OFFICER WILL COMPLETE ITEM 17 (SEALED-BID OR NEGOTIATED PROCUREMENT) OR 18 (SEALED-BID PROCUREMENT) AS APPLICABLE							
17. [X] CONTRACTOR'S NEGOTIATED AGREEMENT Contractor is required to sign this document and return 1 copies to issuing office.) Contractor agrees to furnish and deliver all items or perform all the services set forth or otherwise identified above and on any continuation sheets for the consideration stated herein. The rights and obligations of the parties to this contract shall be subject to and governed by the following documents: (a) this award/contract, (b) the solicitation, if any, and (c) such provisions, representations, certifications, and specifications, as are attached or incorporated by reference herein. (Attachments are listed herein.)				18. [ ] SEALED-BID AWARD (Contractor is not required to sign this document.) Your bid on Solicitation Number <b>N66001-15-R-0096-0001</b>  including the additions or changes made by you which additions or changes are set forth in full above, is hereby accepted as to the terms listed above and on any continuation sheets. This award consummates the contract which consists of the following documents: (a) the Government's solicitation and your bid, and (b) this award/contract. No further contractual document is necessary. (Block 18 should be checked only when awarding a sealed-bid contract.)			
19A. NAME AND TITLE OF SIGNER (Type or print)				20A. NAME OF CONTRACTING OFFICER T. M. MCKAMEY / TEAM LEAD, CODE 2256 TEL: 619-553-4541 EMAIL: TODD.MCKAMEY@NAVY.MIL			
19B. NAME OF CONTRACTOR		19C. DATE SIGNED			20B. UNITED STATES OF AMERICA		20C. DATE SIGNED
BY _____ (Signature of person authorized to sign)		BY _____ (b)(6) (Signature of Contracting Officer)					19-Sep-2016